

**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

In the Matter of:

REVIEW OF FEDERAL COMMUNICATIONS)	
COMMISSION’S TRIENNIAL REVIEW ORDER)	CASE NO.
REGARDING UNBUNDLED REQUIREMENTS)	2003-00379
FOR INDIVIDUAL NETWORK ELEMENTS)	

PETITION FOR CONFIDENTIAL TREATMENT

Kentucky ALLTEL, Inc. (“Kentucky ALLTEL”) moves the Public Service Commission of Kentucky (“Commission”) pursuant to K.R.S. §61.878(1)(c)(1) and 807 KAR 5:001, Section 7 to accord confidential treatment to competitively sensitive information contained in Exhibits JWR-5 and JWR-6 attached to the Direct Testimony of Jeffrey W. Reynolds (“Direct Testimony”), and in support thereof states the following:

1. On October 2, 2003, The Commission established an initial procedural schedule in this proceeding regarding the Federal Communications Commission’s (“FCC”) delegation of authority to this Commission to address unbundling obligations with regard to individual network elements. A more detailed procedural schedule was issued on November 4, 2003 requiring submission of prefiled direct testimony of all parties no later than February 11, 2004.

2. An essential part of Kentucky ALLTEL’s evidentiary presentation in this proceeding includes discussion with respect to the levels and types of competition that are occurring in Kentucky ALLTEL’s serving areas. Additionally, these exhibits contain sensitive network information for the relevant markets.

3. Kentucky ALLTEL witness, Jeffrey W. Reynolds is filing testimony that describes the extent to which some CLECs are self-provisioning switches and leasing collocation

space and as to the number of residential and small business and large business (mass market and enterprise market customers) that these competitive carriers are serving.

4. The competitive carrier information contained in Exhibits JWR-5 and JWR-6 attached to Mr. Reynolds Direct Testimony is critical to substantiate the points set forth in his testimony.

5. Exhibit JWR-5 contains the detailed records that show not only the customers that have migrated to competitive providers but also the CLEC that now serves the customer. Exhibit JWR-6 contains information illustrating the mass market customers served by self-provisioned switches in the Lexington contiguous market and matches the information contained in Exhibit JWR-5 which shows all customers served by switch based CLECs.

6. Kentucky ALLTEL contracted to develop this Direct Testimony and associated Exhibits at its own expense. Kentucky ALLTEL has devoted substantial resources and personnel toward the compilation of the underlying data making up the Exhibits, which are treated as highly confidential by Kentucky ALLTEL and its affiliates. Exhibits JWR-5 and JWR-6 contain information that has not been released publicly and is disclosed internally within ALLTEL on a need-to-know basis only.

7. Exhibits JWR-5 and JWR-6 include specific data which Kentucky ALLTEL is providing only to this Commission and only pursuant to a confidentiality agreement or enforceable order according the information confidential treatment. For example, Exhibits JWR-5 and JWR-6 contain customer migration information, location specific facilities, network and company market information which outside parties could manipulate to gain an unfair

competitive advantage. Exhibits JWR-5 and JWR-6 also contain network detail which is proprietary and at a greater level of detail than that what carriers normally release to the public.

8. Kentucky ALLTEL and its affiliates employ all reasonable measures to protect the confidentiality of the proprietary information in Exhibits JWR-5 and JWR-6 and to guard against inadvertent, unauthorized disclosure. Further, Kentucky ALLTEL is not entitled to publish such competitively sensitive information on behalf of its retail or wholesale customers.

9. K.R.S. §61.878(1)(c)(1) provides in pertinent part:

The following public records are excluded from the application of ...[the Open Records Act] and shall be subject to inspection only upon order of a court of competent jurisdiction ...

(c)1. ...records confidentially disclosed to an agency or required by an agency to disclosed to it, generally recognized as confidential or proprietary, which if openly disclosed would permit an unfair commercial advantage to competitors of the entity that disclosed the records.

10. Public disclosure of the proprietary information contained in the Exhibits JWR-5 and JWR-6 would provide other entities offering local exchange or other telecommunications services an unfair competitive advantage by affording them access to Kentucky ALLTEL's network and market information which they could then use to plan unwarranted market entry or competitive strategies to the detriment of Kentucky ALLTEL. Public disclosure would also allow such entities to infringe upon ALLTEL's rights with respect to its intangible personal property in the form of Exhibits JWR-5 and JWR-6 which were developed at Kentucky ALLTEL's sole expense. Such information contained in the Exhibits JWR-5 and JWR-6 is generally considered confidential and proprietary in the telecommunications industry.

11. The information contained in Exhibits JWR-5 and JWR-6 are also protected from disclosure pursuant to K.R.S. §61.878(1)(c)(2)(c) as confidential and proprietary records disclosed to the Commission in conjunction with the regulation of a commercial enterprise.

12. Nondisclosure of the competitively sensitive information would not be detrimental to the policy objectives of the Kentucky Open Records Act.

13. Filed with this Petition are the original and ten hard copies of the Direct Testimony and Exhibits with the competitively sensitive information contained in Exhibits JWR-5 and JWR-6 redacted and one copy of the un-redacted Exhibits. The Direct Testimony and the associated Exhibits in diskette format is also included.

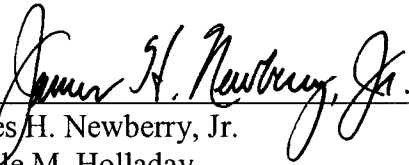
14. Due to the highly confidential nature of the information contained in Exhibits JWR-5 and JWR-6 as set forth herein, the diskette containing an electronic form of the Exhibits should not be duplicated under any circumstance and should be viewed only from the original diskette.

WHEREFORE, Kentucky ALLTEL respectfully requests that the competitively sensitive information contained in Exhibits JWR-5 and JWR-6 attached to the Direct Testimony of Jeffrey W. Reynolds be accorded confidential treatment and be placed in the confidential files of the Commission, that viewing of the diskette containing the Exhibits be restricted to only Commission and Staff involved in this proceeding, that no party to this proceeding including Commission Staff be permitted to duplicate the diskette containing the Exhibits, and that Kentucky ALLTEL be accorded all other necessary and proper relief to which it may be entitled.

Dated: February 11, 2004.

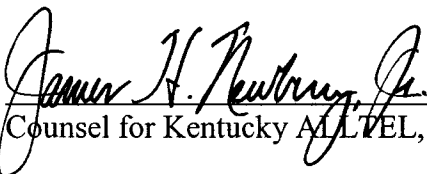
Respectfully submitted,

KENTUCKY ALLTEL, INC.

By: 
James H. Newberry, Jr.
Noelle M. Holladay
Wyatt, Tarrant & Combs, LLP
Attorneys for Kentucky ALLTEL, Inc.
250 West Main Street, Suite 1600
Lexington, KY 40507-1746
Telephone: (859) 233-2012
Facsimile: (859) 259-0649

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Petition for Confidential Treatment without exhibits was served on the parties shown on the attached list by first class mail, postage prepaid this 11th day of February, 2004.


Counsel for Kentucky ALLTEL, Inc.

30318415.1

Honorable Jonathon N. Amlung
Attorney at Law
1000 Republic Building
429 W. Muhammad Ali Boulevard
Louisville, KY 40202-2347
jonathon@amlung.com

Scott E. Beer
Director and Counsel
ICG Telecom Group, Inc.
180 Grand Avenue, Suite 450
Oakland, CA 94612

Jayna Bell
Government & External Affairs
Covad Communications Company
1230 Peachtree Street, NE
19th Floor
Atlanta, GA 30309
jbell@covad.com

Honorable Douglas F. Brent
Attorney at Law
Stoll, Keenon & Park, LLP
2650 AEGON Center
400 West Market Street
Louisville, KY 40202
brent@skp.com

Robert A. Bye
Corporate Counsel
Cinergy Communications Company
8829 Bond Street
Overland Park, KS 66214

Honorable Dorothy J. Chambers
General Counsel/Kentucky
BellSouth Telecommunications, Inc.
601 West Chestnut Street, Room 410
P. O. Box 32410
Louisville, KY 40232
BellSouthKY.CaseFilings@BellSouth.com

Honorable Ann Louise Cheuvront
Assistant Attorney General
1024 Capital Center Drive
Frankfort, KY 40601-8204
Ann.Cheuvront@law.state.ky.us

Cheryl Cook
Regulatory Assistant
Value-Added Communications, Inc.
1601 N. Collins Blvd.
Richardson, TX 75080
cheryl.cook@vaci.com

Sonia C. Daniels
Docket Manager
AT&T Communications of the South
Central States
1200 Peachtree St., NE
Suite 8100
Atlanta, GA 30309
soniadaniels@att.com

Amy L. Dickinson
Regulatory Analyst
PaeTec Communications, Inc.
One PaeTec Plaza
600 Willowbrook Office Park
Fairport, NY 14450
amy.dickinson@paetec.com

Honorable Thomas A. Donan
Attorney At Law
205 E. Stephen Foster Ave.
Post Office Box 307
Bardstown, KY 40004
tdonan@Bardstown.com

Karen Espenshade
Assistant
AT&T Broadband Phone of Kentucky
1500 Market Street
Philadelphia, PA 19102
karen_espenshade@comcast.com

Charles Forst
Paralegal
360networks (USA) inc.
867 Coal Creek Circle, Suite 160
Louisville, CO 80027
cforst@360.net

Honorable C. Kent Hatfield
Attorney at Law
Stoll, Keenon & Park, LLP
2650 AEGON Center
400 West Market Street
Louisville, KY 40202
hatfield@skp.com

Keiki Hendrix
NewSouth Communications Corp.
NewSouth Center
Two North Main Street
Greenville, SC 29601
khendrix@newsouth.com

Honorable Noelle M. Holladay
Attorney at Law
Wyatt, Tarrant & Combs, LLP
250 West Main Street
Suite 1600
Lexington, KY 40507-1746
nholladay@wyattfirm.com

Ms. Patsy Judd
Executive Director
Kentucky CATV Association, Inc.
P.O. Box 415
Burkesville, KY 42717-0415
juddph@mchsi.com

Tony H. Key
Sprint Communications Company L.P.
Southeast Division
3065 Cumberland Blvd.
Mailstop GAATLD0602
Atlanta, GA 30339
tonykey@att.com

Honorable Ann Jouett Kinney
Attorney
Cincinnati Bell Telephone Company
201 E. Fourth Street
P. O. Box 2301
Cincinnati, OH 45201-2301
jouett.kinney@cinbell.com

Honorable R. Douglas Lackey
Suite 4300, Bellsouth Center
675 West Peachtree Street, N.E.
Atlanta, GA 30375
douglas.lackey@bellsouth.com

April Liley
Reports & Tariff Analyst
OneStar Long Distance
7100 Eagle Crest Boulevard
Suite B
Evansville, IN 47715
aliley@onestarld.com

Sam Maropis
SBC Telecom, Inc.
1010 N. St. Mary's
Room 13K
San Antonio, TX 78215
sm3745@sbc.com

Honorable Thomas B. McGurk
Attorney at Law
Womble, Carlyle, Sandridge & Rice
One Atlantic Center
1201 W. Peachtree Street, Suite 3500
Atlanta, GA 30309
tmcgurk@wcsr.com

James T. Meister
Mgr.-State Govt. Affairs
Kentucky ALLTEL, Inc.
P. O. Box 1650
Lexington, KY 40588-1650
james.t.meister@alltel.com

Honorable Wanda G. Montano
Vice President, Regulatory & Industry Affairs
US LEC of North Carolina, LLC
Morrocroft III
6801 Morrison Blvd.
Charlotte, NC 28211
wmontano@uslec.com

Honorable James H. Newberry, Jr.
Wyatt, Tarrant & Combs, LLP
250 West Main Street
Suite 1600
Lexington, KY 40507-1746
jnewberry@wyattfirm.com

Diane L. Peters
Director-Regulatory Services
Global Crossing North American
Networks, Inc.
1080 Pittsford Victor Road
Pittsford, NY 14534
diane.peters@globalcrossing.com

Bob Priebe
Staff Manager
Kentucky ALLTEL, Inc.
P. O. Box 1650
Lexington, KY 40588-1650

Mark Romito
Director - Government Relations
Cincinnati Bell Telephone Company
201 East Fourth Street
P. O. Box 2301
Cincinnati, OH 45201-2301
mark.romito@cinbell.com

Honorable Martha M. Ross-Bain
Senior Attorney, Law & Gov't Affair
AT&T Communications of the South
Central States, LLC
1200 Peachtree Street, N.E.
Suite 8100
Atlanta, GA 30309
rossbain@att.com

Stephen B. Rowell
Sr. Vice President
Kentucky ALLTEL, Inc.
P. O. Box 1650
Lexington, KY 40588-1650
stephen.b.rowell@alltel.com

Peggy Rubino
Regional Vice President
Z-Tel Communications, Inc.
601 South Harbour Island Boulevard
Suite 220
Tampa, FL 33602

Patricia L. Rupich
Cincinnati Bell Telephone Company
201 East Fourth Street
P. O. Box 2301
Cincinnati, OH 45201-2301
pat.rupich@cinbell.com

David J. Sered
Director-Regulatory Affairs
AT&T Broadband Phone of Kentucky
360 Interstate N. Parkway
Suite 600
Atlanta, GA 30339

Garry L. Sharp
State Manager
AT&T Communications of the South
Central States
1200 Peachtree St., NE
Suite 8100
Atlanta, GA 30309
glsharp@comcast.net

Jennifer E. Sikes
Paralegal
1-800 RECONEX, Inc.
2500 Industrial Avenue
P. O. Box 9
Hubbard, OR 97032-0009
jennifer.sikes@reconex.com

Honorable Steven D. Strickland
Senior Counsel
SBC Telecom, Inc.
1010 N. St. Mary's
Room 13K
San Antonio, TX 78215

Michael Strobl
Director, Strategic Planning
Z-Tel Communications, Inc.
c/o Technologies Management, Inc.
P. O. Drawer 200
Winter Park, FL 32789
mstrobl@ztel.com

Liz Thacker
SouthEast Telephone, Inc.
106 Power Drive
P.O. Box 1001
Pikeville, KY 41502-1001
liz.thacker@setel.com

Honorable Henry Walker
Attorney at Law
Boult, Cummings, Connors
& Berry, PLC
P.O. Box 198062
414 Union Street, Suite 1600
Nashville, TN 37219
hwalker@bccb.com

Honorable Charles Gene E. Watkins
Senior Counsel
Covad Communications Company
1230 Peachtree Street, NE
19th Floor
Atlanta, GA 30309
gwatkins@covad.com

Jack L. Weis
Kentucky Communications, LLC
4687 Catalpa Court
Burlington, KY 41005

Kennard B. Woods
Senior Attorney
MCImetro Access Transmission Service
Law & Public Policy, 6 Concourse Pkw
Atlanta, GA 30328
ken.woods@mci.com